

FILED EFFECTIVE

ARTICLES OF INCORPORATION
OF
IDAHO REC CONNECTION, INC.

09 JUL -2 AM 11:23
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, in order to form a Non-Profit Corporation under the provisions of the Idaho Nonprofit Corporation Act, Title 30, Chapter 3, Idaho Code, submits the following articles of incorporation to the Secretary of State.

ARTICLE 1. NAME

The name of the corporation shall be Idaho Rec Connection, Inc.

ARTICLE 2. DURATION

The period of duration for this corporation shall be perpetual or until such time as the Board of Directors shall adopt a resolution recommending that the corporation be dissolved pursuant to the Idaho Nonprofit Corporation Act.

ARTICLE 3. PURPOSES

The corporation is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Such purposes may include, to the extent permissible under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, the following:

Educate individuals about the myriad of recreational resources, organizations, events, products and services available throughout Idaho to promote active, healthy and recreational lifestyles and to encourage the preservation and protection of Idaho's recreational resources

In carrying out its purposes, the corporation shall not have or exercise any power or authority granted to it under the Idaho Nonprofit Corporation Act – nor engage directly or indirectly in any activity – that would prevent it from qualifying as a corporation described in section 501(c)(3) of the Internal Revenue Code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article (3). No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to

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IDHO SECRETARY OF STATE
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which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE 4. REGISTERED OFFICE AND AGENT

The street address of the registered office is:

1415 Camelback Lane, B-101, Boise, Idaho 83702.

The registered agent at such address is:

Brett Adler

ARTICLE 5. DIRECTORS

The manner in which Directors shall be elected or appointed shall be provided in the Bylaws of the corporation. The names and addresses of the persons who are to serve as initial Directors until their successors are elected and qualified are:

Brett Adler
1415 Camelback Lane, B-101
Boise, ID 83702

Hannah Hysell
200 E. Melrose St.
Boise, ID 83706

Matthew Compton
2567 E Mendota Dr
Boise, ID 83716

ARTICLE 6. INCORPORATOR

The name and address of the incorporator is:

Brett Adler
1415 Camelback Lane, B-101
Boise, Idaho 83702

ARTICLE 7. MAILING ADDRESS

The mailing address of the corporation shall be:

1415 Camelback Lane, B-101
Boise, Idaho 83702

ARTICLE 8. STOCK

The corporation is not authorized to issue shares and shall not have voting members.

ARTICLE 9. FUNDS AND ASSETS

This corporation shall use its funds only to accomplish the purposes stated in these Articles of Incorporation. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 10. AMENDMENTS TO ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal, by the affirmative vote of a majority of the members of its Board of Directors, any of the provisions contained in these Articles of Incorporation.

ARTICLE 11. BYLAWS

The Board of Directors shall have the power to adopt, amend, or repeal the Bylaws of this corporation. The Bylaws shall govern the operation of this corporation unless any Bylaw conflicts with these Articles of Incorporation, in which case the Articles of Incorporation shall be controlling.

ARTICLE 12. POWERS

The corporation may exercise all power or authority granted to it under the Idaho Nonprofit Corporation Act or otherwise, including, but not limited to, the power to accept donations of money, property, or any interest therein, or any other thing of value, and to own or lease property, whether real or personal.

I, the undersigned incorporator, certify that I am authorized to execute these articles of incorporation and that the information in these articles is true and correct.


Brett Adler, Incorporator